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AT SEATTLE
CLERK U.S. DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
BY DEPUTY

Honorable Marsha J. Pechman



02-CV-00153-ORD

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

HEALTH MAINTENANCE CENTERS,
INC., et al.,

Defendants.

No. C 02-0153P

~~[Proposed]~~
ORDER ESTABLISHING
CLAIMS BAR DATE

THIS MATTER came before the Court on the Receiver's Motion for Order Establishing Claims Bar Date, filed on November 17, 2003. In the Motion, the Receiver moves this Court for an Order (i) fixing February 25, 2004 (the "Bar Date") as the last date for the filing of proofs of claim of any type; and (ii) approving the form and manner of notice of the Bar Date to be sent to creditors, investors and parties in interest. The Court has reviewed the files and records in this case, including the Motion, and the Response of the Defendants in *Grassmueck v. Ogden Murphy Wallace et al.*, No. C02-1403P (hereinafter, the "OMW Defendants"), and is fully advised. The Court finds that the following notice is appropriate under the circumstances presented and that good cause is shown.

ORDER ESTABLISHING
CLAIMS BAR DATE - 1
(C02-0153P)

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Davis Wright Tremaine LLP

LAW OFFICES

2600 Century Square • 1501 Fourth Avenue

Seattle, Washington 98101-1688

(206) 622-3150 • Fax: (206) 628-7699

1 NOW, THEREFORE, IT IS HEREBY ORDERED as follows:

2 1. The Motion for the entry of an order establishing the Bar Date is granted.

3 2. The form of Notice of Bar Date attached hereto as Exhibit "A" is approved
4 and shall be used.

5 3. The form of Notice of Publication attached hereto as Exhibit "B" is
6 approved and shall be used.

7 4. The Proof of Claim form attached hereto as Exhibit "C" is approved and
8 shall be used.

9 5. The Receiver is hereby authorized and required to request the publication
10 of said Notice of Publication as soon as possible in the following newspapers: The Wall
11 Street Journal, The Seattle Times, The Seattle Post-Intelligencer, and also post said Notice
12 of Publication on the Znetix website (www.znetix.com).

13 6. A Proof of Claim, in the form attached hereto as Exhibit "C," must be filed
14 by all persons or entities that hold or assert that they have or hold a Claim against, or
15 interest in, any or all of the following: Health Maintenance Center, Inc. ("HMC"),
16 Bainbridge Human Performance Centers PLLC ("BHPC"), Znetix, Inc., Cascade Pointe of
17 Arizona LLC, Cascade Pointe of Washington, LLC, Cascade Pointe of Nevis LLC,
18 Cascade Pointe of St. Kitts LLC, American HMC LLC, Project X, Inc. or their respective
19 predecessors, subsidiaries, affiliates, joint ventures or any entities controlled by them
20 (collectively, the "Companies"); or that hold, or assert that they have or hold a Claim
21 against any other person or entity arising out of or based upon (a) any investment in any of
22 the Companies or any investment made with or through any of the persons or entities; (b)
23 any interest in any of the Companies or any of its assets or any Claim against any of the
24 Companies or any entity under its control based on primary, secondary, direct, indirect,
25 secured, unsecured, or contingent liabilities; or (c) any Claim of any sort against any of

ORDER ESTABLISHING
CLAIMS BAR DATE - 2
(C02-0153P)

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1 the Companies or any entity under its control whether such Claim is based upon contract,
2 tort, contribution, indemnity, reimbursement, subrogation theories or other legal or
3 equitable theory.

4 All Proofs of Claim must be filed with the United States District Court for the
5 Western District of Washington by **no later than 4:30 p.m. on February 25, 2004** (the
6 "Bar Date").

7 7. This order applies to every Claim that has been, is, or could be asserted,
8 now or in the future, against any or all of the Companies -- except claims of
9 professionals for fees incurred in the receivership cases of the Companies.

10 8. All persons or entities that are required by this Order to file a Proof of
11 Claim, but that fail to do so on or before the Bar Date shall forever be barred, estopped
12 and enjoined from (i) asserting any Claims that such person or entity may have against
13 this receivership estate or against any or all of the Companies, and (ii) receiving any
14 distribution from the Receiver. This paragraph does not preclude the Court, upon a
15 motion after the Bar Date by the Receiver or an investor or other interested party, from
16 exercising its discretion to authorize the filing of a late Proof of Claim.

17 9. As used in this Order and the other documents attached hereto, "Claim" or
18 "Claims" shall mean (i) a right to payment, whether or not such right is reduced to
19 judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed,
20 undisputed, legal, equitable, secured or unsecured; or (ii) a right to an equitable remedy
21 for breach of performance, whether or not such equitable remedy is reduced to judgment,
22 fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured; or (iii)
23 a claim based upon contract, tort, contribution, indemnity, reimbursement, subrogation
24 theories or other legal or equitable theory. "Claim" or "Claims" include without
25

ORDER ESTABLISHING
CLAIMS BAR DATE - 3
(C02-0153P)

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1 limitation, investor claims based on the purchase of stock or other investment in any of the
2 Companies.

3 10. Proofs of Claim must be submitted to the Receiver at the following
4 address:

5 Michael A. Grassmueck, Receiver
6 Attention: Znetix/HMC/Cascade Claims Processing
7 PO Box 1050
Portland, Oregon 97207-105098104

8 Proofs of Claim shall be deemed filed only when actually received by the
9 Receiver.

10 11. The Receiver shall prepare a Registry of the Proof of Claims (the "Claims
11 Registry") submitted to the Receiver. Following the February 25, 2004 Bar Date, the
12 Receiver will file the Claims Registry with the Court reflecting the identity of each
13 claimant and the amount of each claim. A copy of the first page of each Proof of Claim
14 form shall be filed as an Exhibit to the Claims Registry. The Receiver is authorized to file
15 the Exhibit to the Claims Registry containing the Proof of Claim forms under seal or in
16 such other fashion as may be required to conceal and protect the addresses of the
17 claimants.

18 12. By filing or submitting a Proof of Claim form to the Receiver as provided
19 herein, each claimant is deemed to have submitted to the jurisdiction of this Court for all
20 purposes, including a determination, among other things, as to the validity and amount of
21 any Claim; agrees to be bound by this Court's actions and decisions, even if that means
22 that the claimant's Claim is limited or denied; and agrees to participate in any distribution
23 from the receivership estate to the exclusion of any other remedies.

24 13. Nothing in this Order shall be deemed to prejudice the Receiver's right to
25 dispute, or to assert offsets or defenses to, any Claim as to amount, liability, classification

ORDER ESTABLISHING
CLAIMS BAR DATE - 4
(C02-0153P)

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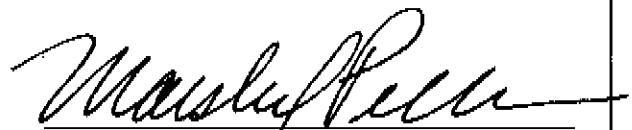
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Seattle, Washington 98101-1688
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1 or otherwise. Nothing in this Order shall be deemed to prejudice the Receiver's right to
2 object to any Claim on any grounds. Nothing in this Order shall be deemed to bar,
3 prejudice or in any way preclude the Receiver from pursuing claims on behalf of the
4 Companies, investors, or creditors against all persons or entities.


5 14. Any Claim asserted in a Proof of Claim filed after the Bar Date will not be
6 entitled to receive a distribution from assets of the Companies or the receivership estate
7 and such Claim will be barred completely absent further order of the Court.

8
9
10 DATED this 16 day of December, 2003.

11
12
13 
14 Honorable Marsha J. Pechman
United States District Court Judge


15 Presented by:

16 Davis Wright Tremaine LLP

17
18 By 
19 Bruce E. Johnson, WSBA # 7667
Ragan L. Powers, WSBA # 11935
Jennifer L. Dumas, WSBA # 31242
20 Attorneys for Receiver Michael A. Grassmuck

21 and

22 Allen Matkins Leck Gamble & Mallory LLP

23
24 By 
25 David R. Zaro, *pro hac vice*
Attorneys for Receiver Michael A. Grassmuck

ORDER ESTABLISHING
CLAIMS BAR DATE - 5
(C02-0153P)

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A

Honorable Marsha J. Pechman

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

HEALTH MAINTENANCE CENTERS,
INC., et al.,

Defendants.

No. C 02-0153P

NOTICE OF LAST DATE TO
SUBMIT CLAIMS

DEADLINE FOR FILING CLAIMS:

FEBRUARY 25, 2004

PLEASE TAKE NOTICE that the United States District Court for the Western District of Washington (the "District Court") has entered its order establishing a deadline of **February 25, 2004**, by which Proofs of Claim must be submitted to the Receiver, Michael A. Grassmuck (the "Receiver"), by all persons or entities that hold or assert that they have or hold a Claim against, or interest in, any or all of Health Maintenance Center, Inc. ("HMC"), American Health Maintenance Centers, Bainbridge Human Performance Centers PLLC ("BHPC"), Project X, Inc., Znetix, Inc. ("Znetix"), Cascade Pointe of Arizona LLC, Cascade Pointe of Washington, LLC, Cascade Pointe of St. Kitts LLC and Cascade Pointe of Nevis, LLC or their respective predecessors, subsidiaries, affiliates or joint ventures or any entities controlled by them (collectively, the "Companies"); or that hold, or assert that they have or hold, a Claim against any other person or entity arising out of or based upon (a) any investment in any of the Companies or any investment made with or through any of the persons or entities; (b) any interest in any of the Companies or any of its assets or any Claim against any of the Companies or any entity under its control based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities; or (c) any Claim of any sort against any of the Companies or any entity under its control whether such Claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory. **UNLESS THE COURT**

NOTICE OF LAST DATE
TO SUBMIT CLAIMS - 1
(C02-0153P)

SEA 1444009v1 58058-7

**ORDERS OTHERWISE, ALL PERSONS OR ENTITIES THAT FAIL TO
SUMBIT A PROOF OF CLAIM IN ACCORDANCE HEREWITH SHALL BE
FOREVER BARRED, ESTOPPED AND ENJOINED FROM RECEIVING
DISTRIBUTIONS FROM THE RECEIVER ON ACCOUNT OF SUCH CLAIMS.**

As used in this Notice, "Claim" or "Claims" shall have the following meaning: (i) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; (ii) a right to an equitable remedy for breach of performance, whether or not such equitable remedy is reduced to a judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured; or (iii) a claim based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory. "Claim" or "Claims" include, without limitation, investor claims based on the purchase of stock or other investment in any of the Companies, or Claim against any of the Companies. **Only those individuals and entities who hold allowed Claims will be eligible to receive distributions from the receivership estate.**

All persons or entities holding, or asserting that they hold such a Claim or right to distribution, or who otherwise wish to pursue relief relating to such a Claim, must do so by filing a Proof of Claim as provided herein and in accordance with the Proof of Claim form distributed by the Receiver. Accordingly, if you fall within any of the following categories, **you must submit a Proof of Claim so that it is actually received by the Receiver no later than February 25, 2004:**

- If you were an investor in any of the Companies or claim that you made an investment in any of the companies with or through any person or entity;
- If you assert an interest in any of the Companies or any of its assets;
- If you assert a Claim against any of the Companies or any other person or entity based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities;
- If you assert a Claim of any sort against any of the Companies or any other person or entity whether such Claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory; or
- If you assert a Claim against any other person or entity arising out of or based upon (a) any investment in any of the Companies or any investment made with or through any of the persons or entities; (b) any interest in any of the Companies or any of its assets or any entity under its control based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities; or (c) any Claim of any sort against any of the Companies or any entity under its control whether such claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory.

**THIS BAR DATE NOTICE APPLIES TO (1) EVERY CLAIM AGAINST
THE COMPANIES OR ANY ENTITY UNDER THE COMPANIES' CONTROL**

NOTICE OF LAST DATE
TO SUBMIT CLAIMS - 2
(C02-0153P)
SEA 1444009v1 58058-7

1 **AND (2) EVERY CLAIM AGAINST ANY OTHER PERSON OR ENTITY**
2 **ARISING OUT OF OR RELATED TO ANY CLAIM AGAINST THE**
3 **COMPANIES OR ANY ENTITY UNDER THE COMPANIES' CONTROL.**
4 **UNLESS OTHERWISE ORDERED BY THE COURT, DISTRIBUTION WILL BE**
5 **MADE ONLY TO PERSONS OR ENTITIES WHO HAVE SUBMITTED**
6 **ALLOWED CLAIMS.¹**

7 When you submit a Proof of Claim form in this case, you consent to the
8 jurisdiction of the United States District Court for the Western District of Washington at
9 Seattle (the "District Court") for all purposes, including a determination, among other
10 things, as to the validity and amount of your Claim. In submitting a Proof of Claim, you
11 agree to be bound by the actions of the District Court even if that means that your Claim is
12 limited or denied. By submitting a Proof of Claim, you further agree that your
13 participation in any distribution of the receivership estate may exclude you from any other
14 remedies.

15 In order to assist the Receiver, the District Court, and other parties in interest in
16 reviewing your Claim and reconciling it with the books and records of the Companies,
17 you must submit, in addition to your Proof of Claim, a copy of all documents evidencing
18 your Claim, including but not limited to any stock certificates, canceled checks (front and
19 back), invoices, statements, or other documents evidencing the amount or basis of your
20 Claim, and any document evidencing a security interest, if any. **FAILURE TO SUBMIT**
21 **APPROPRIATE SUPPORTING DOCUMENTS MAY RESULT IN DENIAL OF**
22 **YOUR CLAIM.**

23 You must inform the Receiver if you change your address after you submit your
24 Proof of Claim. In addition, you should also inform the Receiver if the address to which
25 this notice was mailed is incorrect.

YOU MAY WANT TO CONSULT YOUR OWN ATTORNEY. YOU HAVE THE
SOLE RESPONSIBILITY TO CORRECTLY AND TIMELY SUBMIT THE
PROOF OF CLAIM FORM.

Submit the original Proof of Claim to the Receiver, at:

Michael A. Grassmuck, Receiver
Attention: Zncitx/HMC/Cascade Claims Processing
P.O. Box 1050
Portland, Oregon 97207-1050

¹ This Bar Date shall not apply to the Receiver, attorneys for the Receiver and other
professional working directly for the Receiver in this Case who apply directly to the
District Court for payment of their fees and costs.

1 **PROOFS OF CLAIM WILL BE DEEMED FILED ONLY WHEN**
2 **ACTUALLY RECEIVED BY THE RECEIVER.**

3 DATED this _____ of December, 2003.

4 ALLEN MATKINS LECK GAMBLE &
5 MALLORY

6 DAVIS WRIGHT TREMAINE LLP

7 By _____
8 Bruce E. H. Johnson, WSBA # 7667
9 Ragan L. Powers, WSBA # 11935
 Jennifer L. Dumas, WSBA # 31242

10 Attorneys for Receiver Michael A.
11 Grassmuck

B

**** FOR PUBLICATION NOTICE ONLY ****

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE
Case No. C02-0153P

**NOTICE OF BAR DATE FOR SUBMITTING CLAIMS
DEADLINE FOR FILING CLAIMS: FEBRUARY 25, 2004**

SECURITIES AND EXCHANGE COMMISSION, Plaintiff

v.

HEALTH MAINTENANCE CENTERS, INC., BAINBRIDGE HUMAN PERFORMANCE CENTERS, PLLC, ZNETIX, INC., CASCADE
POINTE OF ARIZONA, LLC, CASCADE POINTE OF NEVIS, LLC, KEVIN L. LAWRENCE, DONOVAN C. CLAFLIN, CLIFFORD G.
BAIRD, KIMBERLY ALEXANDER, BONNIE M. COUCHI, STACY GRAY and VICKI L. LAWRENCE, Defendants.

PLEASE TAKE NOTICE that the United States District Court for the Western District of Washington ("District Court") has entered its order establishing a deadline of February 25, 2004, by which Proofs of Claim must be submitted to the Receiver, Michael A. Grassmueck (the "Receiver") by all persons or entities that hold or assert that they have or hold a Claim against or interest in Health Maintenance Centers, Inc. ("HMC"), American Health Maintenance Centers, Bainbridge Human Performance Centers PLLC ("BHPC"), Project X, Inc., Znetix, Inc. ("Znetix") Cascade Pointe of Arizona, LLC, Cascade Pointe of Washington, LLC, Cascade Pointe of St. Kitts LLC and Cascade Pointe of Nevis, LLC or their respective predecessors, subsidiaries, affiliates, joint ventures or any entities controlled by them (collectively, the "Companies"); or that hold, or assert that they have or hold, a Claim against any other person or entity arising out of or based upon (a) any investment in any of the Companies or any investment made with or through any of the persons or entities; (b) any interest in any of the Companies or any of its assets or any Claim against any of the Companies or any entity under its control based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities; or (c) any Claim of any sort against any of the Companies or any entity under its control whether such Claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory.

UNLESS OTHERWISE ORDERED BY THE COURT, ALL PERSONS OR ENTITIES THAT FAIL TO SUBMIT A PROOF OF CLAIM IN ACCORDANCE HERewith SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM RECEIVING DISTRIBUTIONS FROM THE RECEIVER ON ACCOUNT OF SUCH CLAIMS.

All persons or entities asserting such a Claim must do so by submitting a Proof of Claim with the Receiver. If you have not received a Proof of Claim form, you can obtain one by visiting www.Znetix.com or by writing to Michael A. Grassmueck, P.O. Box 1050, Portland, OR 97207-1050. If you fall within any of the following categories, **you must submit a Proof of Claim by February 25, 2004:**

- If you were an investor in any of the Companies or claim that you made an investment in any of the Companies with or through any person or entity;
- If you assert an interest in any of the Companies or any of its assets;

- If you assert a Claim against any of the Companies or any other person or entity based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities;
- If you assert a Claim of any sort against any of the Companies or any other person or entity whether such Claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory; or
- If you assert a Claim against any other person or entity arising out of or based upon (a) any investment in any of the Companies or any investment made with or through any of the persons or entities; (b) any interest in any of the Companies or any of its assets or any entity under its control based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities; or (c) any claim of any sort against any of the Companies or any entity under its control whether such claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory.

When you submit a Proof of Claim form in this case, you consent to the jurisdiction of the United States District Court for the Western District of Washington at Seattle (the "District Court") for all purposes, including a determination, among other things, as to the validity and amount of your Claim. In submitting a Proof of Claim, you agree to be bound by the actions of the District Court even if that means that your Claim is limited or denied. By submitting a Proof of Claim, you further agree that your participation in any distribution of the receivership estate may exclude you from any other remedies.

You must submit to the Receiver, in addition to your Proof of Claim, a copy of all documents evidencing your Claim, including but not limited to any stock certificates, canceled checks (front and back), invoices, statements, or other document evidencing the amount or basis of your Claim, and any document evidencing a security interest, if any.

YOU MAY WANT TO CONSULT YOUR OWN ATTORNEY. YOU HAVE THE SOLE RESPONSIBILITY TO CORRECTLY AND TIMELY FILE THE PROOF OF CLAIM FORM.

Submit the original Proof of Claim to the Receiver, at:

Receiver, Michael A. Grassmuck
 Attention: Znetix/HMC/Cascade Claims Processing
 PO Box 1050
 Portland, Oregon 97207-1050

PROOFS OF CLAIM WILL BE DEEMED FILED ONLY WHEN ACTUALLY RECEIVED BY THE RECEIVER.

C

**UNITED STATES DISTRICT COURT
Western District of Washington at Seattle**

PROOF OF CLAIM

SECURITIES AND EXCHANGE COMMISSION, Plaintiff

v.
HEALTH MAINTENANCE CENTERS, INC., BAINBRIDGE HUMAN
PERFORMANCE CENTERS, PLLC, ZNETIX, INC., CASCADE POINTE OF
ARIZONA, LLC, CASCADE POINTE OF NEVIS, LLC, et al., Defendants.

Case Number C02-0153P

1. NAME AND ADDRESS OF CLAIMANT:

Name _____

Address _____

City / State / Zip Code _____

Telephone No. of Claimant: _____

Tax I.D. No. or SSN: _____

Account or Reference No: _____

2. CLAIMANT IS A(N):

- ☐ **INVESTOR** (Go to Box 3)
☐ **CREDITOR** (Go to Box 4)

If Claimant is both an Investor and a Creditor, please file separate Proof of Claim forms for each claim.

3. INVESTORS ONLY

3a. Entity In Which You Claim To Have Invested: (If you invested in several entities, provide separate Proof of Claim forms for each entity)

- ☐ HMC
☐ Znetix
☐ Cascade Point of Arizona, LLC
☐ Cascade Point of Washington, LLC
☐ Cascade Point of Nevis, LLC
☐ Cascade Point of St. Kitts, LLC
☐ Bainbridge Human Performance Center PLLC
☐ American HMC LLC
☐ Project X, Inc.
☐ Other: _____

3b. Total Amount of Claim as of January 23, 2002: \$ _____

- ☐ Check this box if claim includes increases over principal invested, interest or other charges, such as attorneys' fees, damages, claims or late fees in addition to the principal amount of the claim. Attach itemized statement of all additional amounts, interest or charges. Attach copies of documents that you believe provide evidence the claim of secured status.
- ☐ Check this box if you contend your claim is subject to a security interest. Attach copies of all documents that evidence the claim of secured status.

3c. Date and Amount of Funds Paid or Entrusted:

Date: _____ Amount: \$ _____

Date: _____ Amount: \$ _____

(To assist you in completing this entry, the names of some of the people involved with these entities are listed here: Kevin Lawrence, Donovan Clafin, Clifford Baird, Tim Moody, Alex Lacson, James Wuensche, Kim Alexander, Stacy Gray, Kevin McCarthy, Lewis Dyke, Steven Reimer, and Vicki Lawrence.)

3d. Date and Amount of Any Distributions or Withdrawals:

Date: _____ Amount: \$ _____

Date: _____ Amount: \$ _____

(Attach additional sheets as necessary to reflect the date and amount of all transfers of money into and out of HMC.)

3e. Attach Certificates/Agreements:

Attach to your Proof of Claim, copies of all Agreements, Certificates, and any other documents you contend reflect the terms of your agreement or investment with any of the Companies.

***You Must Date and Sign The Claim At Lines 7 and 8 Below For This Claim To Be Valid.**

4. CREDITORS ONLY

4a. Basis of Claim:

- ☐ Goods Sold
☐ Services Performed
☐ Money Loaned
☐ Taxes
☐ Wages, salaries or compensation (fill out below)
Your SS# _____
Unpaid compensation for services performed
from _____ to _____ (dates)
☐ Benefits (provide a detailed explanation on attached sheet)
☐ Other (provide a detailed explanation on attached sheet)

4b. Entity/Person with whom claim was incurred: _____

4c. Date Claim was incurred: _____

5. Supporting Documents: Attach copies of supporting documents, such as stock certificates promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

6. Date-Stamped Copy: To receive an acknowledgment of the filing of your Proof of Claim form, enclosed a stamped, self-addressed envelope and copy of this proof of claim.

7. Date _____ **8. Sign and print the name and title, if any, of the Claimant or other person authorized to file this claim (attach copy of power of attorney, if any):** _____

4d. If Legal Action Pending, Date Commenced, Court and Case No.:

If Court Judgment, Date Obtained: _____

4e. Total Amount of Claim as of January 23, 2002: \$ _____

- ☐ Check this box if you contend your claim is subject to a security interest. Attach copies of all security agreements and other documents that evidence the claim of secured status.
- ☐ Check this box if claim includes interest or other charges, such as attorney's fees, lost profits or late fees in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

UNITED STATES DISTRICT COURT Western District of Washington at Seattle

SECURITIES AND EXCHANGE COMMISSION, Plaintiff

v.
HEALTH MAINTENANCE CENTERS, INC., BAINBRIDGE HUMAN
PERFORMANCE CENTERS, PLLC, ZNETIX, INC., CASCADE POINTE OF
ARIZONA, LLC, CASCADE POINTE OF NEVIS, LLC, et al., Defendants.

Case Number C02-0153P

GENERAL INFORMATION

Michael Grassmueck, the Receiver in the above-captioned case, has determined that there will likely be some assets to distribute to creditors and investors. The amount of funds available for distribution has not been determined; however, the Receiver believes that the best source of compensation to the investors and creditors is from the funds that the Receiver is bringing into the receivership estate and investors and creditors are strongly encouraged to file claims using the attached form. **Unless otherwise ordered by the Court, if you fail to submit a Proof of Claim by February 25, 2004, you will lose your right to receive any distributions from the Receiver or the receivership estate and your claim will be barred.**

1. **WHO MUST FILE A PROOF OF CLAIM FORM?** You must submit a Proof of Claim form if you believe that you are owed any money by the following Defendants: HEALTH MAINTENANCE CENTERS, INC.; BAINBRIDGE HUMAN PERFORMANCE CENTERS, PLLC, ZNETIX, INC.; CASCADE POINTE OF ARIZONA, LLC; CASCADE POINTE OF WASHINGTON, LLC; CASCADE POINTE OF NEVIS, LLC; CASCADE POINTE OF St. KITTS LLC; AMERICAN HMC LLC; PROJECT X, INC. or their respective subsidiaries and affiliates (collectively, the "Defendants") or if you assert a claim against any other person or entity arising out of or based upon (a) any investment in any of the Companies or any investment made with or through any of the persons or entities; (b) any interest in any of the Companies or any of its assets or any claim against any of the Companies or any entity under its control based on primary, secondary, direct, indirect, secured, unsecured, or contingent liabilities; or (c) any claim of any sort against any of the Companies or any entity under its control whether such claim is based upon contract, tort, contribution, indemnity, reimbursement, subrogation theories or other legal or equitable theory. Proof of Claim forms must be submitted by Claimants who were Investors and/or Creditors of the above-listed Defendants and their affiliates and subsidiaries. If you are both an Investor and Creditor, or are an Investor in more than one of the Defendants or affiliates or subsidiaries, please submit separate Proof of Claim forms for each and every claim or interest you allege to have against them or any of them. **Please note that a failure to submit a signed Proof of Claim form and supporting documentation may result in the denial of your claim.**
2. **CONSENT TO JURISDICTION OF THE COURT AND THE CONSEQUENCES THEREOF.** If you submit a Proof of Claim form in this case, you consent to the jurisdiction of United States District Court for the Western District of Washington at Seattle ("District Court") for all purposes, agree to be bound by its decisions, including a determination, among other things, as to the validity and amount of your claim against the above-captioned Defendants, affiliates, subsidiaries or other persons or entities as identified in paragraph 1. In submitting a Proof of Claim, you agree to be bound by the actions of the District Court even if that means that a claim is limited or denied. By submitting a Proof of Claim, you further agree that your participation in any distribution of the receivership estate may exclude or prevent you from pursuing any other remedies.
3. **WHERE MUST THE PROOF OF CLAIM FORM BE SENT?** The completed Proof of Claim form, along with all supporting documentation must be mailed to:

Michael A. Grassmueck, Receiver
Attention: Znetix/HMC/Cascade Claims Processing
PO Box 1050
Portland, OR 97207-1050
4. **WHAT IS THE DEADLINE TO FILE THIS PROOF OF CLAIM FORM?** The Proof of Claim form must be received by the United States District Court by **February 25, 2004**. Please note that, unless the Court orders otherwise, any late filed claim will be denied in its entirety.
5. **AM I AN INVESTOR OR CREDITOR?** If you believe to have or allege to have purchased stock or otherwise invested in the above-listed Defendants or their affiliates and subsidiaries (see Paragraph 3a of the Claim for names of some of the other entities), you are an Investor. If you have performed services for the Defendants, sold merchandise, loaned money, or were an employee of the above-listed Defendants or their affiliates or subsidiaries, you are a Creditor. All other Claimants to whom the Defendants owe a debt, which debts are not based on the purchase of stocks or other investments, are also Creditors. Based on your categorization as either an Investor or Creditor, please fill in the appropriate section the attached Proof of Claim form. If you believe that you are both an Investor and a Creditor, please fill out two (2) separate Proof of Claim forms. In either case, you must sign the Proof of Claim form at line 8.
6. **SUPPORTING DOCUMENTS.** You must attach to the Proof of Claim form copies of all documents that show that the Defendants owe the debts or amounts claimed, or if the documents are too lengthy, a summary of those documents. If supporting documents are not available, you must attach an explanation of why they are not available. Failure to provide such documents may result in the denial of your claim.
7. **ADDITIONAL INFORMATION.** Please note that additional information regarding filing the Proof of Claim form, along with additional blank forms, can be obtained at www.znetix.com or you may write to the Receiver at the following address:

Michael A. Grassmueck, Receiver
P.O. Box 1050
Portland, Oregon 97207-1050

INFORMATION ON COMPLETING THE PROOF OF CLAIM FORM

1. **Information about Claimant.** Complete this section giving the name, address and telephone number of the Claimant to whom the Defendants owe money or property, and any account or reference number associated with such debt.
2. **Claimant Type.** Please indicate in this box whether you are an Investor or Creditor (as defined in the General Information section above). If you are both an Investor and a Creditor, please file separate Proof of Claim forms for each claim. Upon completing this box, if you have marked Investor, please proceed to box 3; if you have marked Creditor, please proceed to box 4.
3. **FOR INVESTORS ONLY.**
 - 3a. Please indicate the name of the entity in which you claim to have invested funds.
 - 3b. **Claim Amount.** Please state the amount you invested or paid to the Defendant(s) or their predecessors, affiliates or subsidiaries as of January 23, 2002. If said claim amount includes increases over principal invested, such as interest, attorneys fees, damages, claims or late fees, please mark the appropriate box below the claim amount and provide a detailed break-down of the claim. Also attach all documentation supporting said claim amount and the calculation of same. Also, if you allege that your claim is subject to a security interest, mark the appropriate box in this section and provide all supporting documentation evidencing the secured status of your claim.
 - 3c. **Date and Amount of Funds Invested.** Please indicate in this section each time you made an investment with the applicable Defendant by indicating the investment date and the investment amount. Attach additional sheets as necessary to reflect all investments.
 - 3d. **Date and Amount of any Distributions or Withdrawals.** Please indicate the date of any distributions or withdrawals from the applicable Defendant by indicating the date and amount of each said distribution or withdrawal. Attach additional sheets as necessary to reflect the date and amount of all transfers of money out of the applicable Defendant. (Investors go to Section 5 of the Proof of Claim and complete Sections 5 – 8.)
 - 3e. Attach to your Proof of Claim, copies of all Agreements, Certificates, and any other documents you contend reflect the terms of your agreement or investment with any of the Companies.
4. **FOR CREDITORS ONLY.**
 - 4a. Please indicate the basis of your claim in this section.
 - 4b. Entity/Person with whom claim was incurred: Please identify the person or entity you believe owes you the money.
 - 4c. **Date the Claim was Incurred.** Please indicate the date on which the amount you allege to be owed arose.
 - 4d. **Pending Legal Action.** If you have commenced a legal action against any of the above-captioned defendants, please provide the details of said legal action here. Please attach any additional pages of description and supporting documentation. Also, please provide any information regarding court judgments obtained against any of the above-captioned defendants.
 - 4e. **Total Claim Amount as of January 23, 2002.** Please state your claim amount of January 23, 2002. Also, please mark the applicable box if you contend your claim is subject to a security interest, and attach copies of all security agreements and other documents that evidence the claim of secured status. Mark the applicable box if your claim amount includes interest or other charges, such as attorneys fees, loss profits, or late fees in addition to the principal amount of your claim, and attach an itemized statement of all such additional charges.
5. **Supporting Documentation.** Please note that in addition to filing out the Proof of Claim form, you should provide supporting documentation evidencing your claim. Supporting documentation may include documents such as stock certificates, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, or evidence of perfection of liens. Furthermore, please feel free to provide any additional pages of explanation or narrative discussing your claim and claim amount.
6. **Acknowledgement of Filing.** To receive an acknowledgement of the submitting of your Proof of Claim form, enclose an additional copy of the Proof of Claim form, along with a self-addressed, stamped envelope when submitting the original form.
7. **Date.** Insert the date on which you completed and signed the Proof of Claim form.
8. **Signature.** Sign the Proof of Claim form and indicate your title, if applicable.